

NIGHT HAWK, INC.

2727 Symmes Road
Fairfield, OH 45014

EPA Region 5 Records Ctr.



274145

October 27, 1999

Mr. Craig Melodia
Assistant Regional Counsel (C-14J)
United States EPA
Region 5
77 W. Jackson Boulevard
Chicago, IL 60604-3590

RE: Skinner Landfill Site/West Chester, Ohio

Dear Mr. Melodia:

You have requested from us information to verify that our company, Night Hawk, Inc., is not the same company that allegedly utilized the Skinner Landfill site for dumping in 1982 and before.

For your convenience, we have enclosed a copy of the Articles of Incorporation of Night Hawk, Inc. as filed with the Ohio Secretary of State on or about February 28, 1986. We have also enclosed a copy of the form 3-0 Report of Sale of Equity Securities by Corporation as filed with the Ohio Division of Securities showing that stock was first issued in our corporation on March 1, 1986. Clearly, our company could not have used the Skinner Landfill in 1982. We were not in existence until 1986.

This will also confirm that our company is in no way a successor-in-interest to the company that you reference, Night Hawk Trucking. We have never had any type of affiliation with that company.

If you need additional information, please contact the undersigned.

Sincere,

NIGHT HAWK, INC.

William T. Aichholz



Department of State

The State of Ohio

F0849-0255

Sherrod Brown
Secretary of State

672973

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF

of:

NIGHT HAWK, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll F 849 at Frame 0256 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the
City of Columbus, Ohio, this 28TH day of FEB,

A.D. 19 86.



Sherrod Brown
Sherrod Brown
Secretary of State

F0849-0256
ARTICLES OF INCORPORATION
OF
NIGHT HAWK, INC.

APPROVED
By KM
Date 2-28-86
Amount \$ 75.00

The undersigned, desiring to form a corporation for profit under Sections 1701.01 et seq. of the Revised Code of Ohio, does hereby certify:

FIRST: The name of said Corporation shall be NIGHT HAWK, INC.

SECOND: The place in Ohio where its principal office is to be located is 8172 Clough Road, Hamilton County, Cincinnati, Ohio 45244.

THIRD: The purpose for which the Corporation is formed is to engage in any lawful act or activity for which Corporations may be formed under Sections 1701.01 through 1701.98, inclusive, of the Revised Code.

FOURTH: The number of shares which the Corporation is authorized to have outstanding is Seven Hundred Fifty (750) without par value, designated as common stock.

FIFTH: The amount of stated capital with which the Corporation shall begin business is Five Hundred (\$500.00) Dollars.

SIXTH: General Provisions

(a) Purchase and Reissue of Shares: The Corporation may purchase, hold, sell and reissue any of its shares and, to the extent that the authority to do the same may be granted under this ARTICLE SIXTH, the Board of Directors shall have the power to do all said acts without any action by the Shareholders.

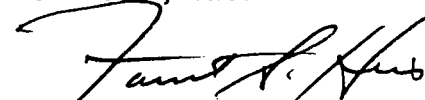
(b) Voting Powers: Except as required by law, the holders of common stock shall possess full voting power for the election of Directors and other purposes.

(c) Preemptive Rights: No holder of any shares shall have any right, preemptive or other, to subscribe for or to purchase from the Corporation any shares hereafter issued or sold by the corporation nor shall any holder of shares of the Corporation have any preemptive right to subscribe for, purchase or otherwise acquire bonds, notes or other securities, whether or not convertible into shares of the Corporation.

(d) Shareholder's Actions: Action of any matter at any Shareholder's Meeting regarding which the statutes of Ohio provide that unless otherwise provided in the Articles of Incorporation of a corporation there shall be the affirmative vote of a larger proportion than the holders of a majority of shares entitled to vote thereon, may be taken by the affirmative vote of the holders of a majority of shares entitled to vote thereon.

IN WITNESS WHEREOF, I have hereunto subscribed my hand this 27 day of February, 1986.

NIGHT HAWK, INC.



Forest S. Heis, Incorporator

F0849-0257

APPROVED

By.....

Date.....

Amount.....

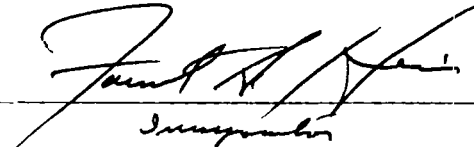
APPOINTMENT OF STATUTORY AGENT

The undersigned, hereby appoints Jeannie Dixon to be Statutory Agent of Night Hawk, Inc. upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served.

The complete address of the Agent is: 8172 Clough Road, Cincinnati, Hamilton County, Ohio. 45244

Dated: _____

2/27/84


James A. Hines

Night Hawk

STATE OF OHIO
Department of Commerce
Division of Securities

FORM 3-O

REPORT OF SALE OF EQUITY SECURITIES BY A CORPORATION
1707.03(O)

File No. _____

Claimant Must Not Fill In. Division Record—	Date	Checked By	Notation
Fee (\$25.00) received			
Fee entered, CB No.			
Prior registrations checked			
Examined as to form			
Amendment requested			
Accepted for filing			
Record made			

EXEMPTION 3-O: (Claimant Must Not Fill In.)				
(File)	(Date)	(Amount)	(Description)	(Price)

THE ISSUER SHALL FILE WITH THE DIVISION OF SECURITIES A REPORT OF SALES ON FORM 3-O NOT LATER THAN SIXTY DAYS AFTER EACH PURCHASE OF AN EQUITY SECURITY UNDER DIVISION (O) OF SECTION 1707.03 OF THE REVISED CODE. ALL SALES WITHIN SUCH SIXTY-DAY PERIOD WHICH HAVE NOT BEEN REPORTED ON A PRIOR FORM 3-O MAY BE INCLUDED IN SUCH FORM 3-O.

Submit completed report, together with \$25.00 fee to Ohio Division of Securities, 180 East Broad Street, Columbus, Ohio 43215. Make checks payable to Ohio Division of Securities. Be sure schedules, if any, are attached. No refund can be made of filing fees.

1. Issuer's full corporate name Night Hawk, Inc. (513)
2. Issuer's principal business office 8172 Clough Road, Cincinnati, OH 45230 561-4725
(Street Number) (City, State, Zip Code) (Phone Number)
3. Date and state of issuer's incorporation February 28, 1986
(Month, Day and Year) (State)
4. (a) Ohio Statutory Agent, if any: Jeannie Dixon, 8172 Clough Road, Cincinnati, OH
(Name) (Street and Number) (City, State, Zip Code) 45230
(b) If there is no statutory agent in Ohio, statutory agent in state of incorporation:
(Name) (Street and Number) (City, State, Zip Code)

5. Correspondence relative to this report should be addressed to:

Forest S. Heis 500 Atlas Bank Building, Cincinnati, OH 45202
(Name) (Street and Number) (City, State Zip Code) (Phone Number)
(513) 421-4225

6. Sales of equity securities in Ohio pursuant to Section 1707.03(O) during the sixty-day period preceding the date of this report. (Attach schedule, if necessary.)

Type of Securities	Date of Sale	Number of Units Sold	Price Per Unit
Common Stock	3/1/86	600	\$1.00

7. Give the following information as to the number of purchasers in Ohio to whom equity securities of all classes have been sold pursuant to Section 1707.03(O).

Number of purchasers of
Securities reported in
Item 6

3

Number of purchasers during
the year ending with the date
of the last sale reported in
Item 6

3

Number of purchasers
since date of incorporation

3

8. Capital structure authorized by the Articles of Incorporation including amendments, if any. (If issuer has more than one class of equity securities, describe in third column.)

COMMON	PREFERRED	OTHER CLASSES
No. of Shares <u>750</u>	No. of Shares	Description
Par value <u>None</u>	Par value	No. of units
Voting <u>Yes</u> (Yes or no)	Dividend rate	Par value
	Cumulative (Yes or no)	Dividend rate
Shares Outstanding <u>600</u>	Voting (Yes or no)	Cumulative (Yes or no)
	Shares Outstanding	Voting (Yes or no)
		Units Outstanding (Yes or no)

9. The issuer represents that the following conditions to the availability of the exemption provided by Section 1707.03(O) for the sales reported in item 6 have been satisfied:

- (a) No advertisement, article, notice or other communication, published in any newspaper, magazine, or similar medium, or broadcast over television or radio has been used in connection with the sale(s).
- (b) The issuer reasonably believes, after reasonable investigation, that each purchaser is purchasing such securities for investment.

10. Commissions, discounts, or other selling remuneration paid or given, or to be paid or given, in connection with the sale of the equity securities in item 6. (Detail and attach a schedule, if necessary, of information showing the payee, amount and percentage of commission, discount or other remuneration.)

None

11. Has an offering circular been used in connection with the sale(s) which is the subject of this report?

Yes _____ No X

12. Has the issuer made any previous filings with the Division of Securities in the last five years?

Yes _____ No X . If yes, indicate under which section of the Ohio Revised Code:

13. List schedules, if any, included as a part of this report.

SIGNATURE

The issuer represents that the foregoing information is true as of the date hereof and agrees that his report shall be considered a written statement used for the purpose of selling equity securities in Ohio within the meaning of Section 1707.44(B) of the Ohio Revised Code. The individual signing this report on behalf of the issuer further represents that he is duly authorized by the issuer to execute and file this report.

ISSUER NIGHT HAWK, INC.

(Name as in Item 1)

By Shirley Jean Dixon

(Signature)

Shirley Jean Dixon Secretary-Treasurer

(Name)

(Capacity)

Date: April, 1986

LEASE NOTE: The Division does NOT send certificates of acknowledgement for this form. We suggest you send it "certified mail" for verification of receipt.

P 360 835 283 **RECEIPT FOR CERTIFIED MAIL**

NO INSURANCE COVERAGE PROVIDED—
 NOT FOR INTERNATIONAL MAIL
 (See Reverse)

SENT TO		Ohio Div. of Securities
STREET AND NO.		180 E. Broad St.
P.O., STATE AND ZIP CODE		Columbus, OH 43215
POSTAGE		\$
CONSULT POSTMASTER FOR FEES	CERTIFIED FEE	\$
	SPECIAL DELIVERY	\$
	RESTRICTED DELIVERY	\$
	OPTIONAL SERVICES	
	RETURN RECEIPT SERVICE	
	SHOW TO WHOM, DATE, AND ADDRESS OF DELIVERY	\$
TOTAL POSTAGE AND FEES		\$
POSTMARK OR DATE		FSH-4/1/86

PS Form 3800, Apr. 1976

PS Form 3811, Dec. 1980

● **SENDER:** Complete items 1, 2, 3, and 4.
 Add your address in the "RETURN TO" space on reverse.

(CONSULT POSTMASTER FOR FEES)

- The following service is requested (check one).
☐ Show to whom and date delivered
☐ Show to whom, date, and address of delivery ..
☐ **RESTRICTED DELIVERY**
(The restricted delivery fee is charged in addition to the return receipt fee.)
- TOTAL \$**

3. **ARTICLE ADDRESSED TO:**
 Ohio Div. of Securities
 180 E. Broad Street
 Columbus, OH 43215

4. **TYPE OF SERVICE:** ☐ REGISTERED ☐ INSURED
☒ **CERTIFIED** ☐ COD
☐ EXPRESS MAIL

ARTICLE NUMBER
 P360835283

(Always obtain signature of addressee or agent)

I have received the article described above.
SIGNATURE ☐ Addressee ☐ Authorized agent

5. **DATE OF DELIVERY**
 APR 2 1986

POSTMARK

6. **ADDRESSEE'S ADDRESS** (Only if requested)

7. **UNABLE TO DELIVER BECAUSE:**

7a. **EMPLOYEE'S INITIALS**

RETURN RECEIPT, REGISTERED, INSURED AND CERTIFIED MAIL



NIGHT HAWK, INC.
2727 Symmes Rd.
Fairfield, OH 45014

145

2330

6547

POSTAGE



PB8636263

NOV 01 99

MAILED FROM FAIRFIELD OH 45014

C. Melodia
UNITED STATES EPA
REGION 5
OFFICE OF REGIONAL COUNSEL
(C-14J)
77 WEST JACKSON BLVD.
CHICAGO, IL

60604X3590 60604-3590